

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEBRASKA**

BAYER US LLC,

Plaintiff,

vs.

ALTEN, LLC; MEAD CATTLE
COMPANY, LLC; GREEN DISPOSAL
MEAD LLC; PLATTE RIVER GREEN
FUELS, LLC; EARTH, ENERGY &
ENVIRONMENT, LLC; ALTEN
OPERATING CO., LLC; E3 BIOFUELS,
LLC; INTEGRATED RECYCLING, LLC;
FALCON ENERGY, LLC; MEAD
ACQUISITION COMPANY, LLC;
GUBBELS VENTURES, LLC; and
TANNER SHAW in his individual and
official capacities,

Defendants.

CASE NO. 8:22-CV-82

**DEFENDANTS ALTEN, LLC; MEAD
CATTLE COMPANY, LLC; GREEN
DISPOSAL MEAD LLC; PLATTE
RIVER GREEN FUELS, LLC; EARTH,
ENERGY & ENVIRONMENT, LLC;
ALTEN OPERATING CO., LLC; E3
BIOFUELS, LLC; INTEGRATED
RECYCLING, LLC; FALCON ENERGY,
LLC; MEAD ACQUISITION COMPANY,
LLC; and TANNER SHAW'S ANSWER
TO PLAINTIFF'S AMENDED
COMPLAINT**

COME NOW the Defendants, ALTEN, LLC; MEAD CATTLE COMPANY, LLC;
GREEN DISPOSAL MEAD LLC; PLATTE RIVER GREEN FUELS, LLC; EARTH, ENERGY
& ENVIRONMENT, LLC; ALTEN OPERATING CO., LLC; E3 BIOFUELS, LLC;
INTEGRATED RECYCLING, LLC; FALCON ENERGY, LLC; MEAD ACQUISITION
COMPANY, LLC; and TANNER SHAW, by and through their counsel of record, and for
answer to Plaintiff's Amended Complaint, admit, deny and allege as follows:

NATURE OF CASE

1. Paragraph 1 of Plaintiff's Amended Complaint is denied.
2. Paragraph 2 of Plaintiff's Amended Complaint is denied.
3. Paragraph 3 of Plaintiff's Amended Complaint is denied.

4. Paragraph 4 of Plaintiff's Amended Complaint is denied.
5. Paragraph 5 of Plaintiff's Amended Complaint is denied.
6. Paragraph 6 of Plaintiff's Amended Complaint is denied.
7. Paragraph 7 of Plaintiff's Amended Complaint is denied.
8. Paragraph 8 of Plaintiff's Amended Complaint is denied.
9. Paragraph 9 of Plaintiff's Amended Complaint is denied.
10. Paragraph 10 of Plaintiff's Amended Complaint is denied.

PARTIES

11. Paragraph 11 of Plaintiff's Amended Complaint is admitted.
12. Paragraph 12 of Plaintiff's Amended Complaint is denied.
13. Paragraph 13 of Plaintiff's Amended Complaint is admitted.
14. Paragraph 14 of Plaintiff's Amended Complaint is denied.
15. Paragraph 15 of Plaintiff's Amended Complaint is denied.
16. Paragraph 16 of Plaintiff's Amended Complaint is denied.
17. Paragraph 17 of Plaintiff's Amended Complaint is denied.
18. Paragraph 18 of Plaintiff's Amended Complaint is denied.
19. Paragraph 19 of Plaintiff's Amended Complaint is denied.
20. Paragraph 20 of Plaintiff's Amended Complaint is denied.
21. Paragraph 21 of Plaintiff's Amended Complaint is denied.
22. Paragraph 22 of Plaintiff's Amended Complaint is denied.
23. Paragraph 23 of Plaintiff's Amended Complaint is denied.
24. Paragraph 24 of Plaintiff's Amended Complaint is denied.

- 25. Paragraph 25 of Plaintiff's Amended Complaint is denied.
- 26. Paragraph 26 of Plaintiff's Amended Complaint is denied.
- 27. Paragraph 27 of Plaintiff's Amended Complaint is denied.
- 28. Paragraph 28 of Plaintiff's Amended Complaint is denied.

JURISDICTION AND VENUE

- 29. Paragraph 29 of Plaintiff's Amended Complaint is admitted.
- 30. Paragraph 30 of Plaintiff's Amended Complaint is admitted.
- 31. Paragraph 31 of Plaintiff's Amended Complaint is denied.
- 32. Paragraph 32 of Plaintiff's Amended Complaint is denied.
- 33. Paragraph 33 of Plaintiff's Amended Complaint is admitted.

FACTUAL BACKGROUND

- 34. Paragraph 34 of Plaintiff's Amended Complaint is denied.
- 35. Paragraph 35 of Plaintiff's Amended Complaint is denied.
- 36. Paragraph 36 of Plaintiff's Amended Complaint is admitted.
- 37. Paragraph 37 of Plaintiff's Amended Complaint is denied.
- 38. Paragraph 38 of Plaintiff's Amended Complaint is denied.
- 39. Paragraph 39 of Plaintiff's Amended Complaint is denied.
- 40. Paragraph 40 of Plaintiff's Amended Complaint is denied.
- 41. Paragraph 41 of Plaintiff's Amended Complaint is denied.
- 42. Paragraph 42 of Plaintiff's Amended Complaint is denied.
- 43. Paragraph 43 of Plaintiff's Amended Complaint is admitted.
- 44. Paragraph 44 of Plaintiff's Amended Complaint is denied.

45. Paragraph 45 of Plaintiff's Amended Complaint is denied.
46. Paragraph 46 of Plaintiff's Amended Complaint is denied.
47. Paragraph 47 of Plaintiff's Amended Complaint is denied.
48. Paragraph 48 of Plaintiff's Amended Complaint is denied.
49. Paragraph 49 of Plaintiff's Amended Complaint is denied.
50. Paragraph 50 of Plaintiff's Amended Complaint is denied.
51. Paragraph 51 of Plaintiff's Amended Complaint is denied.
52. Paragraph 52 of Plaintiff's Amended Complaint is denied.
53. Paragraph 53 of Plaintiff's Amended Complaint is denied.
54. Paragraph 54 of Plaintiff's Amended Complaint is admitted.
55. Paragraph 55 of Plaintiff's Amended Complaint is denied.
56. Paragraph 56 of Plaintiff's Amended Complaint is denied.
57. Paragraph 57 of Plaintiff's Amended Complaint is denied.
58. Paragraph 58 of Plaintiff's Amended Complaint is denied.
59. Paragraph 59 of Plaintiff's Amended Complaint is denied.
60. Paragraph 60 of Plaintiff's Amended Complaint is denied.
61. Paragraph 61 of Plaintiff's Amended Complaint is denied.
62. Paragraph 62 of Plaintiff's Amended Complaint is denied.
63. Paragraph 63 of Plaintiff's Amended Complaint is admitted.
64. Paragraph 64 of Plaintiff's Amended Complaint is admitted.
65. Paragraph 65 of Plaintiff's Amended Complaint is denied.
66. Paragraph 66 of Plaintiff's Amended Complaint is denied.

67. Paragraph 67 of Plaintiff's Amended Complaint is denied.
68. Paragraph 68 of Plaintiff's Amended Complaint is denied.
69. Paragraph 69 of Plaintiff's Amended Complaint is denied.
70. Paragraph 70 of Plaintiff's Amended Complaint is denied.
71. Paragraph 71 of Plaintiff's Amended Complaint is denied.
72. Paragraph 72 of Plaintiff's Amended Complaint is denied.
73. Paragraph 73 of Plaintiff's Amended Complaint is denied.
74. Paragraph 74 of Plaintiff's Amended Complaint is denied.
75. Paragraph 75 of Plaintiff's Amended Complaint is denied.
76. Paragraph 76 of Plaintiff's Amended Complaint is denied.
77. Paragraph 77 of Plaintiff's Amended Complaint is denied.
78. Paragraph 78 of Plaintiff's Amended Complaint is denied.
79. Paragraph 79 of Plaintiff's Amended Complaint is denied.
80. Paragraph 80 of Plaintiff's Amended Complaint is denied.
81. Paragraph 81 of Plaintiff's Amended Complaint is denied.
82. Paragraph 82 of Plaintiff's Amended Complaint is denied.
83. Paragraph 83 of Plaintiff's Amended Complaint is denied.
84. Paragraph 84 of Plaintiff's Amended Complaint is denied.
85. Paragraph 85 of Plaintiff's Amended Complaint is denied.
86. Paragraph 86 of Plaintiff's Amended Complaint is denied.
87. Paragraph 87 of Plaintiff's Amended Complaint is denied.
88. Paragraph 88 of Plaintiff's Amended Complaint is denied.

89. Paragraph 89 of Plaintiff's Amended Complaint is denied.
90. Paragraph 90 of Plaintiff's Amended Complaint is denied.
91. Paragraph 91 of Plaintiff's Amended Complaint is denied.
92. Paragraph 92 of Plaintiff's Amended Complaint is denied.
93. Paragraph 93 of Plaintiff's Amended Complaint is denied.
94. Paragraph 94 of Plaintiff's Amended Complaint is denied.
95. Paragraph 95 of Plaintiff's Amended Complaint is denied.
96. Paragraph 96 of Plaintiff's Amended Complaint is denied.
97. Paragraph 97 of Plaintiff's Amended Complaint is denied.
98. Paragraph 98 of Plaintiff's Amended Complaint is denied.
99. Paragraph 99 of Plaintiff's Amended Complaint is denied.
100. Paragraph 100 of Plaintiff's Amended Complaint is denied.
101. Paragraph 101 of Plaintiff's Amended Complaint is denied.
102. Paragraph 102 of Plaintiff's Amended Complaint is denied.
103. Paragraph 103 of Plaintiff's Amended Complaint is denied.
104. Paragraph 104 of Plaintiff's Amended Complaint is denied.
105. Paragraph 105 of Plaintiff's Amended Complaint is denied.
106. Paragraph 106 of Plaintiff's Amended Complaint is denied.
107. Paragraph 107 of Plaintiff's Amended Complaint is denied.
108. Paragraph 108 of Plaintiff's Amended Complaint is denied.
109. Paragraph 109 of Plaintiff's Amended Complaint is denied.
110. Paragraph 110 of Plaintiff's Amended Complaint is denied.

- 111. Paragraph 111 of Plaintiff's Amended Complaint is denied.
- 112. Paragraph 112 of Plaintiff's Amended Complaint is denied.
- 113. Paragraph 113 of Plaintiff's Amended Complaint is denied.
- 114. Paragraph 114 of Plaintiff's Amended Complaint is denied.
- 115. Paragraph 115 of Plaintiff's Amended Complaint is denied.
- 116. Paragraph 116 of Plaintiff's Amended Complaint is denied.
- 117. Paragraph 117 of Plaintiff's Amended Complaint is denied.
- 118. Paragraph 118 of Plaintiff's Amended Complaint is denied.
- 119. Paragraph 119 of Plaintiff's Amended Complaint is denied.
- 120. Paragraph 120 of Plaintiff's Amended Complaint is denied.
- 121. Paragraph 121 of Plaintiff's Amended Complaint is denied.
- 122. Paragraph 122 of Plaintiff's Amended Complaint is denied.
- 123. Paragraph 123 of Plaintiff's Amended Complaint is denied.
- 124. Paragraph 124 of Plaintiff's Amended Complaint is denied.
- 125. Paragraph 125 of Plaintiff's Amended Complaint is denied.
- 126. Paragraph 126 of Plaintiff's Amended Complaint is denied.

DAMAGES

- 127. Paragraph 127 of Plaintiff's Amended Complaint is denied.

COUNT I

128. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

- 129. Paragraph 129 of Plaintiff's Amended Complaint is denied.

- 130. Paragraph 130 of Plaintiff's Amended Complaint is denied.
- 131. Paragraph 131 of Plaintiff's Amended Complaint is denied.
- 132. Paragraph 132 of Plaintiff's Amended Complaint is denied.
- 133. Paragraph 133 of Plaintiff's Amended Complaint is denied.
- 134. Paragraph 134 of Plaintiff's Amended Complaint is denied.
- 135. Paragraph 135 of Plaintiff's Amended Complaint is denied.
- 136. Paragraph 136 of Plaintiff's Amended Complaint is denied.
- 137. Paragraph 137 of Plaintiff's Amended Complaint is denied.
- 138. Paragraph 138 of Plaintiff's Amended Complaint is denied.
- 139. Paragraph 139 of Plaintiff's Amended Complaint is denied.
- 140. Paragraph 140 of Plaintiff's Amended Complaint is denied.

COUNT II

141. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

- 142. Paragraph 142 of Plaintiff's Amended Complaint is denied.
- 143. Paragraph 143 of Plaintiff's Amended Complaint is denied.
- 144. Paragraph 144 of Plaintiff's Amended Complaint is denied.
- 145. Paragraph 145 of Plaintiff's Amended Complaint is denied.
- 146. Paragraph 146 of Plaintiff's Amended Complaint is denied.
- 147. Paragraph 147 of Plaintiff's Amended Complaint is denied.
- 148. Paragraph 148 of Plaintiff's Amended Complaint is denied.
- 149. Paragraph 149 of Plaintiff's Amended Complaint is denied.

150. Paragraph 150 of Plaintiff's Amended Complaint is denied.

COUNT III

151. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

152. Paragraph 152 of Plaintiff's Amended Complaint is denied.

153. Paragraph 153 of Plaintiff's Amended Complaint is denied.

154. Paragraph 154 of Plaintiff's Amended Complaint is denied.

155. Paragraph 155 of Plaintiff's Amended Complaint is denied.

156. Paragraph 156 of Plaintiff's Amended Complaint is denied.

157. Paragraph 157 of Plaintiff's Amended Complaint is denied.

158. Paragraph 158 of Plaintiff's Amended Complaint is denied.

159. Paragraph 159 of Plaintiff's Amended Complaint is denied.

160. Paragraph 160 of Plaintiff's Amended Complaint is denied.

161. Paragraph 161 of Plaintiff's Amended Complaint is denied.

162. Paragraph 162 of Plaintiff's Amended Complaint is denied.

163. Paragraph 163 of Plaintiff's Amended Complaint is denied.

164. Paragraph 164 of Plaintiff's Amended Complaint is denied.

165. Paragraph 165 of Plaintiff's Amended Complaint is denied.

166. Paragraph 166 of Plaintiff's Amended Complaint is denied.

167. Paragraph 167 of Plaintiff's Amended Complaint is denied.

COUNT IV

168. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

169. Paragraph 169 of Plaintiff's Amended Complaint is denied.

170. Paragraph 170 of Plaintiff's Amended Complaint is denied.

171. Paragraph 171 of Plaintiff's Amended Complaint is denied.

172. Paragraph 172 of Plaintiff's Amended Complaint is denied.

COUNT V

173. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

174. Paragraph 174 of Plaintiff's Amended Complaint is denied.

175. Paragraph 175 of Plaintiff's Amended Complaint is denied.

176. Paragraph 176 of Plaintiff's Amended Complaint is denied.

177. Paragraph 177 of Plaintiff's Amended Complaint is denied.

COUNT VI

178. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

179. Paragraph 179 of Plaintiff's Amended Complaint is denied.

180. Paragraph 180 of Plaintiff's Amended Complaint is denied.

181. Paragraph 181 of Plaintiff's Amended Complaint is denied.

182. Paragraph 182 of Plaintiff's Amended Complaint is denied.

COUNT VII

183. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

184. Paragraph 184 of Plaintiff's Amended Complaint is denied.

185. Paragraph 185 of Plaintiff's Amended Complaint is denied.

186. Paragraph 186 of Plaintiff's Amended Complaint is denied.

187. Paragraph 187 of Plaintiff's Amended Complaint is denied.

188. Paragraph 188 of Plaintiff's Amended Complaint is denied.

COUNT VIII

189. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

190. Paragraph 190 of Plaintiff's Amended Complaint is denied.

191. Paragraph 191 of Plaintiff's Amended Complaint is denied.

192. Paragraph 192 of Plaintiff's Amended Complaint is denied.

193. Paragraph 193 of Plaintiff's Amended Complaint is denied.

194. Paragraph 194 of Plaintiff's Amended Complaint is denied.

195. Paragraph 195 of Plaintiff's Amended Complaint is denied.

196. Paragraph 196 of Plaintiff's Amended Complaint is denied.

COUNT IX

197. Defendants incorporate their foregoing admissions or denials as if fully stated herein.

198. Paragraph 198 of Plaintiff's Amended Complaint is denied.

199. Paragraph 199 of Plaintiff's Amended Complaint is denied.

200. Paragraph 200 of Plaintiff's Amended Complaint is denied.

AFFIRMATIVE DEFENSES

1. Plaintiff has failed to state a claim upon which relief can be granted.
2. Plaintiff's claims are barred by the estoppel doctrine.
3. Plaintiff's claims are barred by the laches doctrine.
4. Plaintiff's claims are barred by the waiver doctrine.
5. Plaintiff's claims are barred by the voluntary payment doctrine.
6. Plaintiff's claims are barred by the unclean hands doctrine.
7. Plaintiff was contributorily negligent.
8. Plaintiff has failed to join a necessary and indispensable party.
9. Plaintiff's claims are preempted by state or federal law.
10. Plaintiff's alleged damages were the result of an intervening or supervening cause.
11. Plaintiff's alleged damages were the result of unrelated, pre-existing, or subsequent conditions unrelated to defendant's conduct.

WHEREFORE, Defendants request that Plaintiff's Amended Complaint be dismissed and that Defendants be granted such other and further relief as the Court may deem just and equitable by law.

ALTEN, LLC; MEAD CATTLE COMPANY, LLC; GREEN DISPOSAL MEAD LLC; PLATTE RIVER GREEN FUELS, LLC; EARTH, ENERGY & ENVIRONMENT, LLC; ALTEN OPERATING CO., LLC; E3 BIOFUELS, LLC; INTEGRATED RECYCLING, LLC; FALCON ENERGY, LLC; MEAD ACQUISITION COMPANY, LLC; and TANNER SHAW, Defendants,

BY /s/ Joseph A. Wilkins
Joseph A. Wilkins, #21803
Andrew R. Spader, #27099
MATTSON RICKETTS LAW FIRM
135 S. 13th St., Ste. 1200
Lincoln, NE 68508
(402) 475-8433
jaw@mattsonricketts.com
ars@mattsonricketts.com

CERTIFICATE OF SERVICE

I hereby certify that on July 14, 2023, I electronically filed the foregoing with the Clerk of the court using the CM/ECF system, which will send notification of such filing to the following:

Jane E. Fedder, MO #38228
Spencer Fane LLP
1 N. Brentwood Blvd., Suite 1000
St. Louis, MO 63105
jfedder@spencerfane.com

Jessica Merrigan, MO #54982
Paul T. Jacobson, MO #69152
Spencer Fane LLP
1000 Walnut Street, Suite 1400
Kansas City, MO 64106
jmerrigan@spencerfane.com
pjacobson@spencerfane.com

Elizabeth M. Lally, #26428
Attorney for Plaintiff
Spencer Fane LLP
13815 FNB Parkway, Suite 200
Omaha, NE 68154
elally@spencerfane.com

/s/ Joseph A. Wilkins
Joseph A. Wilkins, #21803